

EXHIBIT 58

Admeld Product and Client Migration - Comms Doc

Authors: Jarid Maged

Last Updated: 9/1/2012

Available at: go/admeldmigrationcomms

- **INTERNAL ONLY - DO NOT FORWARD THIS DOCUMENT TO CLIENTS**

Contents

1. Project Contacts
2. Overview
3. Timeframe
4. Migration Eligibility
5. Migration Tools
6. Feature Parity
7. Documentation
8. Billing
9. [FAQ](#)

1. Project Contacts

Core Team

Product Management: Jarid Maged, Drew Bradstock

Global Display Solutions: Pooja Kapoor, Marshall Stark

NPL Global Sales Lead: Jennifer Schindler

OPG Global Sales Lead: Shannon Bayley

Services Leads: Kate Herbert, Tony Ralph

Documentation: Peggy Saavedra

Marketing: David Hertog, Leila Pfleger

Executive Support: Scott Spencer, Brian Adams

Regional Leads

Americas: Chris LaSala, Eric Chen

NACE: Ben Barokas, Nancy Yoo, Fabien Mossiere

SEEMEA: Gerald Sauvageon, Fred Moussa, Fabien Mossiere

JAPAC: Lisa Sandoval

2. Overview

The Admeld Product and Client Migration is the move of Admeld publishers from the Admeld platform to the AdX platform, and the process of downsizing and eventually turning off the Admeld platform. This is part of a process that began with the Google acquisition of Admeld in 2011.

2.1 What you need to know in 30 seconds

- Almost all the great Admeld functionality is moving into AdX
- Migrations will begin in Q1 2012
- Migrations will be heavily automated
- Target is to complete the majority of the migrations by end of Q2 2013
- Not all pubs will be migrated. Some will go to AdSense, some will not be migrated at all (see below)
-

3. Timeframe

The Admeld Product and Client Migration process began early in 2012, as stakeholders from both Admeld and AdX worked to identify those gaps that exist between the two products. Product and engineering have used this list to help prioritize feature ongoing AdX feature development, in an event to achieve necessary feature parity for the purposes of migration. The majority of this development effort will be completed in early 2013, with lingering development continuing throughout the client migration period. For the overwhelming majority of clients slated for migration, all potential gating product features will be ready by early 2013.

During the summer of 2012, the client migration process continued with the recontracting of both sellers and buyers throughout the Admeld and AdX platforms. These contracts were designed to be forward-looking, aimed at identifying the crucial offerings of both Admeld and AdX, heading toward a combined product. Different product classes were defined in these new contracts, including, for sellers, the addition of Traditional Yield Management (TYM). As these new contracts were disseminated, questions arose as to what the future of the two products would look like. Some internally believed it to be the "world's worst kept secret" -- that is, a product migration was imminent, and Admeld would eventually be sunset.

As we enter the latter part of 2012, it is becoming clearer that Admeld will, indeed, be sunset, and the features most relevant to Admeld customers will become part of the AdX platform. Additionally, the innovation found on Admeld will find new home on AdX. In the end, developing on one platform will make more sense for our customers, and for our internal users throughout the organization.

There are approximately 550 publishers currently active on the Admeld platform. Not every

customer will be migrated to AdX (more on this below). We anticipate the high-level migration time frame to be as follows:

- A small handful of beta publishers will migrate throughout the remainder of 2012. Except in extremely rare cases, these will be small hand-picked OPG clients that are working directly with product.
- The majority of publishers deemed migration-eligible will migrate beginning at the end of Q1 2013, and continue throughout Q2 2013. We hope to have the overwhelming majority of migrations completed by July 4, 2013. This is entirely tentative, and subject to remaining feature development, and the ongoing status of migrations, once they begin.
- We recognize that not every migration-eligible publisher will migrate seamlessly. Though we are building a suite of migration tools to simplify the migration process (more on this below), there are some customers, especially the largest of Admeld customers, that will require significant hand-holding throughout the migration process. These customers will migrate throughout the second half of 2013.
- The Admeld platform, including ad serving and reporting, will be turned off entirely no later than December 31, 2013. We will provide publishers with an export of reporting data prior to the shutdown date.

[Click here for a living roll-out plan, with project milestones and owners.](#)

Note that we plan to take a very Admeld-centric services approach to migration, helping clients through every step of the migration process. While we are building a suite of migration tools to automate as much of the migration process as possible, we do plan on ensuring white-glove customer support is readily available throughout the migration.

Additionally, we do not plan to “force” clients into migration; rather, we will gently push clients toward migration by emphasizing the positive impact of migrating to AdX. This includes:

- True competition between the AdX general auction and traditional yield management
- Access to correctly priced AdWords demand at an 80/20 rev-share, as opposed to the 68/32 rev-share offered in AdSense
- Continued sell-side product innovation in AdX, that is ending in Admeld

4. Migration Eligibility

As noted above, not all current Admeld sellers will be eligible for the AdX migration. There are a number of reasons for this, including:

- Identified as too small for AdX (see FAQ)
- Violate one or more AdSpam policies
- Previously terminated by AdX / AdSense

- Fail to agree to recontracting terms

Our goal is to achieve at least a **90% rate of success in migrating those customers deemed migration-eligible**, while recognizing that as much as **40% of current Admeld volume may not migrate to AdX** due to lack of eligibility.

5. Migration Tools

We are aiming to automate as much of the migration as possible. Engineers from both Admeld and AdX are worked toward a "red button" approach to migrating much of the following:

- Basic Inventory
- RTB Rules (i.e. Floors) - to migrate into AdX Rule-Based Inventory Management
- Network Tags - to migrate into AdX TYM ad tag configuration

Much of the work on the migration tools is being led by Jason Solinsky of AdX and Travis Fielding of Admeld, along with a number of Admeld engineers. The exact process for operating the migration tools is currently being defined, with testing slated to begin in late 2012. The migration toolset should be fully available by March 2013.

It is worth noting that there still will be some degree of manual effort required once configurations are automatically migrated from Admeld to AdX via the migration tools. The two platforms are not exactly the same, especially as it relates to rule-management. The Admeld system uses a combination of publisher controls and price floors, while the AdX system uses rule-based inventory management. The migration tools will attempt to migrate as much of the Admeld publisher controls and price floors into the rule-based inventory management system, but it is strongly suggested that any migrated set up be eyeballed for accuracy after the automated process has taken place.

Additionally, not every advertiser with a price floor will exist as an entity in AdX. We will make it possible to create these advertisers in the AdX system, with their landing page mapping, at the time of migration.

Finally, we are working with SREs to evaluate the feasibility of internal tag rewriting, thus making it possible for publishers to continue to run Admeld tags post-migration. Once publishers move over, their Admeld tags would internally be rewritten to the correct AdX tags. This will be beneficial especially for publishers running ad servers other than DFP/XFP. More information on this potential project will be available in September 2012.

6. Feature Parity

A high degree of feature parity is an absolute requirement for the product migration. A living heat

map identifying those features under development [can be found here](#). This heat map will be updated as their development continues, with most features projected to be completed by early 2013.

Note that not every existing feature within Admeld will be developed in AdX. A list of those features on Admeld today that will not exist on AdX [can be found on the Feature Graveyard tab here](#).

Also, note that prioritized bidding will not exist as a feature within AdX. However, it should be possible to configure existing prioritized bid drive within rule-based inventory management. Additionally, direct deals will not be migrated to AdX. These deals should be recognized as preferred deals.

Finally, the AEM product is being discontinued and will not migrate to AdX. These spend opportunities will find new home in other Google display products, including Invite Media and DFA.

7. Documentation and Training

Migration documentation will be available as the start of the migration nears. The documentation contact is Peggy Saavedra.

Global training will be necessary, and training materials will be made available. The core team will work with regional leads to ensure proper training takes place.

8. Billing

The migration brings significant changes in how the legacy Admeld billing process is conducted, and how the AdX billing process will exist moving forward. These changes first started on Admeld in August 2012, where the manual billing process was removed, in favor of a process whereby numbers recorded in the Admeld reporting interface were treated as the "source of truth" for billing purposes, falling in line with the new contract terms.

For the purpose of the migration, a new automated billing system is being developed on AdX, with the support of billing teams spanning three Google office locations (New York, London, and Mountain View). Essentially, the new automated billing system requires that terms outlined in the new contract are captured by the end-product. For the migration, this means, most notably, that traditional yield management be captured in the billing product.

End-to-end AdX TYM automated billing support is expected to be available by the end of 2012. A separate comms doc will be made available as this date nears. [The PRD for TYM automated billing](#)

support can be found here. Note that AdX seller customers will be required to be on the billing³ platform in order to receive TYM automated billing support. This is a back-end change that we anticipate to be completed by the end of 2012.

One of the most pressing billing questions relating to the migration concerns the platform of record during the billing month. For example, if a publisher migrates mid-month, with third-party buyer network tags that will have run in more than one system, the question becomes which system will be used for invoicing the third-party buyer for that month's activity. **Rather than invoicing out of two systems, and likely confusing the third-party buyer networks, internal users, and our sellers, in migrated months, full month activity - including activity that ran on Admeld and not AdX - will be included in the invoice sent from AdX. Admeld will not generate an invoice for the migrated month.**

We recognize that this will cause unavoidable reporting discrepancies (between ad server and AdX impressions) in the AdX system for this month. This reasoning will be communicated to sellers.

9. FAQ

What will publishers need to do in their ad servers at the time of migration?

This will vary by ad server, and should only take place once the automated and manual components of the migration are deemed successful by manual review by the TAM/RSAM.

For **DFP/XFP**, we would ask that publishers:

- Disable their Admeld tags
- Ensure that all inventory previously made available to those Admeld tags is available to AdX via dynamic allocation

[note: this answer is subject to change pending conversations with Chelsea Conroy, Yield Management PM on DFP]

For **other third-party ad servers**, we would ask that publishers not currently running AdX:

- Swap their Admeld tags with AdX tags (if the proxy-based load balancer solution is unavailable)

For **other third-party ad servers**, we would ask that publishers currently running AdX:

- Disable their Admeld tags
- Ensure that all inventory previously made to those Admeld tags is available to their already enabled AdX tags

How will we migrate passback tags?

The migration of passback tags, as of today, be a manual process. We will ask that TAMs work with third-party ad networks to ensure that new AdX passback tags are in place around within 24 hours of migration. For many networks, passback tags can be swapped within the third-party ad network user interface, but for some, this can only happen through communication between the TAM and the CSR at the third-party ad network.

Thankfully, AdX will be using a single snippet of javascript for all passbacks, unlike Admeld, that requires a URL specific to the publisher and website configuration, and the network, that passes back. The AdX passback solution is entirely client-side, which should make implementation of passback tags relatively painless, though a nontrivial amount of work.

We are investigating whether or not we can automate passback tags by using existing Admeld passback tags to instead call AdX passback tags internally, thus removing the need to swap tags. This will be determined in October 2012 through conversations with SREs.

What happens if my client is ineligible for AdX migration?

There will be many clients deemed ineligible for AdX migration.

If my client is **too small** for the AdX migration:

There is currently a process underway to determine which clients are simply too small for the AdX product. The AdX product was always meant to house those publishers that desire a higher level of transparency and control, and a level of service, above that of AdSense. There are many publishers currently on Admeld that do not command this type of product, and are better served by AdSense. We will notify respective account owners of those clients deemed ineligible for migration based on likely volume and revenue. As a rule of thumb, if a seller is not generating at least \$24,000 per year, or \$66 per day, the AdX platform is not for them.

Additionally, AdX will not be providing engineering resources to migrate smaller customers to AdSense.

If my client is **an aggregator / reseller** of supply:

For those customers aggregate supply across numerous of supply-sources (e.g. vertical networks), and do not have direct relationships with the end-publisher (that is, the page in which the ad actually serves), they will be deemed ineligible for migration. AdX does not allow inventory to be resold through other third-party exchange / network sources before serving again to the publishers. These customers, many of whom fall into the dRTB classification on Admeld, will be terminated for breach of AdSpam policy.

However, there are many publishers that aggregate supply that they maintain direct relationships with. These publishers **will be allowed to migrate**, assuming they comply with the policies of the Network Partner Management (NPM) program. These clients will need to prove that they have established direct relationships with their end-publisher sources by following the sub-syndication declaration procedure. This process should be completed prior to migration.

If my client is currently on Admeld and **has been previously terminated** by AdX / AdSense:

They will not be eligible for migration.

Admeld has non-standard means of calling its system to serve an impression. Are we building this in AdX?

Admeld can be called via API to serve an ad. There are small handful of Admeld sellers that currently have API integrations in place at the ad server level. While these integrations are being considered, they are not currently planned. There are policy implications for supporting these types of integrations on AdX; most notably, they pass real-time AdX pricing into a non-DFP ad server. We aim to have a final answer on these non-standard integrations shortly. Watch this space.

Are we migrating mobile customers?

We plan to. Bear in mind that when it comes to in-app publishers, the entire Admeld platform maintains a run-rate of around \$5,000 per day with only about a dozen customers, and required a year of server-side mobile network integration development and support. That being said, there is an ongoing effort to build TYM Mobile functionality, which will enable the migration of in-app mobile inventory.

We are also working with policy and legal to determine what level of data we will be allowed to pass to mobile buyers. The promise of mobile has always been in hyper-local targeting, mostly through the ability to pass lat-long information at the time of the impression request (along with, to a lesser extent, data around age, gender, and, if available, application information). We currently cannot pass this level of data on AdX, but are working to loosen this policy.

There will be no automated migration tools built for mobile sellers.

Will malware scanning exist in the migrated product?

Yes. This is an absolute necessity. Failing to do so could easily render AdX a platform for easy malware dissemination. We currently plan to extend the Admeld relationship with The Media Trust to cover AdX. Once contractually agreed to, AdX will develop an API integration with The Media Trust. We expect this to take place starting at the end of Q3 2012. The long-term plan for malware scanning is to be determined; it is possible that we will build this internally at some point in the future by leveraging the Ragnarok team in Waterloo.

If a client is unhappy after migration, can they switch back to Admeld?

No. We are taking a firm stance here. If something goes wrong after migration (i.e. significant drop in revenue), we will immediately investigate the issue, even if it means halting further migrations while problems are being addressed.

These types of issues should be escalated to POEM, and tracked in buganizer.

I noticed this doc is very seller-centric. What about the buyers?

The good news is that virtually every buyer purchasing over real-time bidding on Admeld is already configured to purchase on AdX. Thus, no technical migrations of buyers are necessary. Additionally, we are ensuring that all buyers enabled to buy over traditional yield management on Admeld are configured for purchasing on AdX by the start of the migrations.

We will, however, need to ensure that buyer spend continues to flow to those same sellers once they've migrated from Admeld to AdX. Toward this end, a process for communicating seller migration to demand-side platforms is being established, led by Ramakrishna Venkatraman. Additionally, we do expect buyer spend to decrease on Admeld as the platform downsizes. If anything, knowing that that same spend should be found on AdX should be used to incentivize sellers to migrate to AdX.

Finally, as noted above, the AEM product will not be migrating to AdX. AEM opportunities will find a new home in other Google display products, including Invite Media.

I'm used to working with a single point of contact to escalate buy-side issues to buyers. Now that the AEM team is gone, what do I do when I have a publisher-specific issue I need to raise with a third-party ad network buyer?

This is TBD.

Will Admeld Floor Optimization (FLOPS) be identical to AdX Reserve Price Optimization (RPO)?

No. Admeld can set auto-floors at the advertiser level, which is currently not supported on AdX. There is discussion underway to make this possible inside of AdX in the future. AdX

can set auto-floors at the ad unit level.

I have a publisher that's only on AdX, and they've signed the new seller contract. What more do they need to do for migration?

Nothing! Clients not currently using Admeld will not need to undergo a migration, as there's simply no configuration needed to migrate. However, given the new tools being made available inside of AdX, this may be a good opportunity to learn more about how non-Admeld publishers work with third-party ad networks, and whether it's worth arranging to have these third-party ad networks brought into the AdX platform.

Comment [1]: If you mean auto-update Min CPM, in theory, yes, but the Engineers have recently been cautious about having SkyNet make these recommendations. The feature will likely be in beta for a while and whitelisted only until they're more comfortable with the results.

Comment [2]: Understood. What's the time-frame looking like, or at least the goal, to have the automated process available for all publishers? I want to start pushing on having other parameters - most notably, advertiser - fall into this soon.

Comment [3]: The feature will be code complete at the end of Sept Q3 but it will be beta only to pubs indefinitely or until the Market Optimization Engineers are comfortable with SkyNet's accuracy... so maybe never.

My seller is slated for migration and they currently run AdSense display ad tags in Admeld. Can the publisher's AdSense ad tags in Admeld migrate too?

No. AdSense ad tags for existing Admeld customers undergoing migration should not migrate as part of the migration process. The same demand will exist inside of their AdX accounts, including AdWords demand at a better rev-share for publishers (80/20 as opposed to 68/32). Were these tags migrated, we would effectively be double-dipping on the same sources of demand, and doing so at incorrect rates.

I need to traffic tags against a third-party buyer network that doesn't appear to exist in AdX. How can I add a new third-party buyer network?

The process for adding new third-party buyer networks is TBD. Stay tuned.

Will Firemeld work on AdX?

No. Firemeld will only work on ads served from Admeld. However, AdX users can use the Google Publisher Toolbar. We are aiming to port any missing Firemeld features into the Google Publisher Toolbar by the time of migration.

The Admeld system is being turned off, but my publisher needs to access their reporting. What do I do?

We're planning to make an export of standard delivery data available. We're also reviewing what we're contractually obligated to make available, and for how long. Either way, we do aim to shut the entire Admeld platform off, including reporting, no later than December 31, 2013.

I'm worried there's something missing. How can I make sure the right people are aware of a possible client concern?

There are a few ways:

- Ensure the trix we're distributing to all RSAMs in early September 2012 is as complete as possible. Account owners know their accounts better than we do, so we want to be prepared for any "gotchas" along the way.
- Raise the concern through POEM.
- Email us at admeld-adx-migration@google.com! We're (regrettably!) prepared to be inundated with email during the migration.

Still have a question? Email us so we can add it - with an answer (!) - to the doc.